

PRE-OFFER ADVERTISEMENT CUM CORRIGENDUM TO THE DETAILED PUBLIC STATEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS OF

# AKG EXIM LIMITED

Corporate Identification Number: L00063HR2005PLC119497

Registered Office: Unit No. 231, 2nd Floor, Tower-B, Spazedge, Sector-47, Sohna Road, Gurgaon, 122018, Haryana, India.

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**OPEN OFFER ("OFFER") FOR ACQUISITION OF UP TO 82,62,000 (EIGHTY TWO LAKHS SIXTY TWO THOUSAND) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH ("EQUITY SHARES"), REPRESENTING 26% OF THE VOTING EQUITY SHARE CAPITAL ON A FULLY DILUTED BASIS OF AKG EXIM LIMITED ("TARGET COMPANY"), AS OF THE TENTH WORKING DAY FROM THE CLOSURE OF THE TENDERING PERIOD OF THE OPEN OFFER ("VOTING SHARE CAPITAL"), FROM THE PUBLIC SHAREHOLDERS OF THE TARGET COMPANY FOR CASH AT A PRICE OF ₹ 15.00 (RUPEES FIFTEEN ONLY) PER EQUITY SHARE BY MR. KALAPI VINIT NAGADA ("ACQUIRER"). NO OTHER PERSON IS ACTING IN CONCERT WITH THE ACQUIRER FOR THE PURPOSE OF THIS OPEN OFFER.**

This Pre-Offer Advertisement cum Corrigendum to the Detailed Public Statement (hereinafter referred to as "Advertisement") is being issued by Sun Capital Advisory Services Private Limited ("Manager to the Offer"), on behalf of the Acquirer pursuant to Regulation 18(7) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation, 2011 and subsequent amendments thereto ("Takeover Regulations") in respect of the Open Offer to acquire the Equity Shares of the Target Company. The Detailed Public Statement ("DPS") with respect to the Offer was made on October 16, 2025 in Financial Express (English) (All Editions), Janasatta (Hindi) (All Editions), Gurgaon Mail (Hindi) (Gurgaon Edition) and Pratahakal (Marathi) (Mumbai Edition) newspapers.

This Advertisement to be read in conjunction with the (a) Public Announcement ("PA") dated October 9, 2025; (b) the DPS and (c) the Letter of Offer ("LOF") dated January 21, 2026. This Advertisement is being published in all the newspapers in which the DPS was published. The capitalized terms used in this Advertisement have the meaning assigned to them in the LOF, unless otherwise specified.

- Offer Price:** The Offer Price is ₹ 15.00 (Rupees Fifteen Only) per Equity Share and it has been arrived in accordance with Regulation 8(1) and 8(2) of the Takeover Regulations, payable in Cash. There has been no revision in the Offer Price.
- Recommendations of the Committee of Independent Directors ("IDC") of the Target Company:** The IDC has opined that the Offer Price of ₹ 15.00 (Rupees Fifteen Only) is fair and reasonable in accordance with the Takeover Regulations. The IDC's recommendations were published on January 29, 2026 in the same newspapers in which the DPS was published.
- The Offer is not a competing offer in terms of Regulation 20 of the Takeover Regulations. No competitive offer has been made to the Offer.
- Dispatch of the LOF was completed by January 27, 2026 to the Public Shareholders whose name appears as on the Identified Date (i.e. January 20, 2026).
- All Public Shareholders are eligible to participate in the Offer. Please note that a copy of the LOF along with the Form of Acceptance-cum-Acknowledgement is also available on the website of Securities and Exchange Board of India ("SEBI") at www.sebi.gov.in and in case of non-receipt of the LOF, all Public Shareholders (including those who have acquired the Equity Shares of the Target Company after the Identified Date), if they so desire, may download the LOF along with the Form of Acceptance-cum-Acknowledgement, from the website of the SEBI for applying in the Offer. The Public Shareholders must refer to paragraph 8 (Procedure for Acceptance and Settlement) of the LOF in relation to the detailed procedure for tendering the Equity Shares in the Offer and must adhere to and follow the procedure set out therein. A summary of procedure for tendering the Equity Shares in the Offer is set out below:
  - In case the Equity Shares are held in dematerialized form:** Public Shareholders who desire to tender their Equity Shares in the electronic/dematerialized form under the Offer would have to do so through their respective Selling Broker by giving the details of the Equity Shares they intend to tender under the Offer. Public Shareholders should tender their Equity Shares on or before market hours close on the last day of the Tendering Period.
  - In case the Equity Shares are held in physical form:** Public Shareholders holding physical Equity Shares and who wish to tender their Equity Shares in the Offer may participate in the Offer through their Selling Broker and submit documents set out at paragraph 8.15 (Procedure to be followed by the registered Shareholders holding Equity Shares in physical form) of the LOF. Public Shareholders should tender their Equity Shares on or before market hours close on the last day of the Tendering Period.
  - In case of non-receipt / non availability of the LOF or the Form of Acceptance-cum-Acknowledgement:** Public Shareholders may participate in the Offer by providing their application in plain paper in writing signed by that Public Shareholder (including joint holders, if any), stating name, address, number of shares held, number of shares tendered and details of client ID number, DP name, DP ID number in case the Equity Shares are held in demat or distinctive numbers, folio numbers in case the Equity Shares held in physical form. Such Public Shareholder(s) must ensure that their order is entered in the electronic platform to be made available by National Stock Exchange of India Limited on or before the Closure of the Tendering Period. Such application along with relevant documents, as applicable, is to be sent to MAS Services Limited (the Registrar to the Offer).
- The Offer will be implemented by the Acquirer through the Stock Exchange mechanism made available by National Stock Exchange of India Limited in the form of a separate window ("Acquisition Window") as provided under the Takeover Regulations and SEBI circular CIR/CFD/POLICY/CELL/1/2015 dated April 13, 2015 read with SEBI circular CFD/DCR2/ CIR/P/2016/131 dated December 9, 2016 and SEBI Circular SEBI/HO/CFD/DCR/III/CIR/P/ 2021/615 dated August 13, 2021. For further details, the Public Shareholders are requested to refer to part 8 titled "Procedure for Acceptance and Settlement" on page 23 of the LOF.
- All comments / observations, received from the SEBI vide letter dated January 16, 2026 in terms of Regulation 16(4) of the Takeover Regulations, are duly incorporated in the LOF.
- Material updates since the date of the Public Announcement:** There have been no material updates in relation to the Offer since the date of the PA, save as otherwise, already disclosed in the DPS and the LOF.
- Other changes / update post date of the PA and publishing the DPS (these necessary changes have already been incorporated in the LOF):
  - The Offer is made under Regulation 4 of the Takeover Regulations. Therefore, all references of "Regulations 3(1) and 4" should be read as "Regulation 4".
  - Change in the Registered Office of the Target Company: The Target Company shifted its Registered Office to "Unit No. 231" from "Unit No. 237" (on the same floor of the same building w.e.f. November 17, 2025).
- To the best of knowledge of the Acquirer, there are no statutory approvals required to acquire the Equity Shares of the Target Company that are validly tendered pursuant to the Offer or to complete the Offer. However, in case, any statutory approvals become applicable at a later date, the Offer will be subject to such approval(s).
- The Schedule of Activities for the Offer has been revised and the necessary changes have been incorporated in the LOF at page no. 2 and at all the relevant other places. **The Revised Schedule of Activities is as under:**

Activity	Original Day	Original Date	Revised Day	Revised Date
Public Announcement	Thursday	9 October, 2025	Thursday	9 October, 2025
Publication Date of Detailed Public Statement in newspapers	Thursday	16 October, 2025	Thursday	16 October, 2025
Last date of filing Draft Letter of Offer with SEBI	Monday	27 October, 2025	Monday	27 October, 2025
Last date for a Competing bid*	Tuesday	11 November, 2025	Tuesday	11 November, 2025
Last date for SEBI observations on Draft Letter of Offer (in the event SEBI has not sought clarifications or additional information from the Manager to the Offer)**	Tuesday	18 November, 2025	Friday	16 January, 2026
Identified Date***	Thursday	20 November, 2025	Tuesday	20 January, 2026
Date by which the Letter of Offer to be dispatched to the shareholders	Thursday	27 November, 2025	Wednesday	28 January, 2026
Last date by which the committee of the Independent Directors of the Target Company shall give its recommendation	Tuesday	2 December, 2025	Monday	2 February, 2026
Last date for revising, if any, the Offer Price / number of Equity Shares	Wednesday	3 December, 2025	Tuesday	3 February, 2026
Date of publication of Offer opening public announcement, in the newspapers in which the DPS has been published (Issue Opening public announcement Date)	Wednesday	3 December, 2025	Tuesday	3 February, 2026
Date of commencement of Tendering Period (Offer Opening Date)	Thursday	4 December, 2025	Wednesday	4 February, 2026
Date of expiry of Tendering Period (Offer Closing Date)	Wednesday	17 December, 2025	Tuesday	17 February, 2026
Last date for completion of all requirements including payment of consideration	Thursday	1 January, 2026	Thursday	5 March, 2026

\* There has been no competing offer

\*\* Actual date of receipt of SEBI comments

\*\*\* Identified Date is only for the purpose of determining the names of the shareholders as on such date to whom the Letter of Offer would be dispatched. It is clarified that all the public shareholders (except the Acquirer and the Seller) of the Target Company (registered or unregistered) are eligible to participate in this Offer at any time prior to the closure of this Offer.

The Acquirer accepts full responsibility for the information contained in this Advertisement and also for the fulfillment of their obligations laid down in the Takeover Regulations. A copy of this Advertisement shall also be available on the SEBI website at www.sebi.gov.in.

ISSUED BY MANAGER TO THE OFFER



Sun Capital Advisory Services Private Limited

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Investor Grievance Email ID: investor@sunadvisors.com | Contact Person: Mr. Darshan Shah

SEBI Registration No.: INM000012591 | CIN: U67190MH2006PTC159258

Date: February 2, 2026

Place: Mumbai

FOR AND ON BEHALF OF THE ACQUIRER

Sd/-

KALAPI VINIT NAGADA (Acquirer)